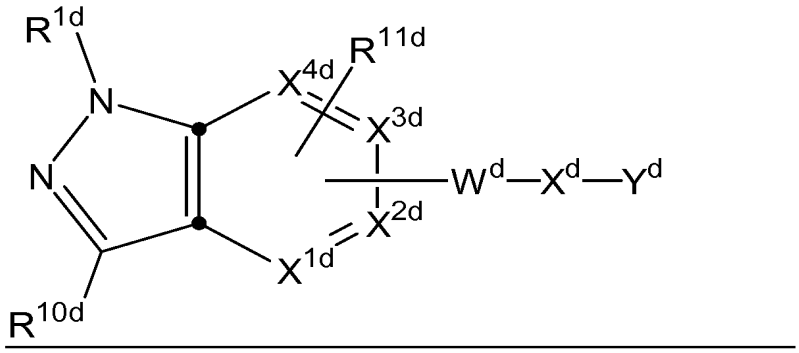
This listing of claims will replace all prior versions, and listings, of claims in the application.

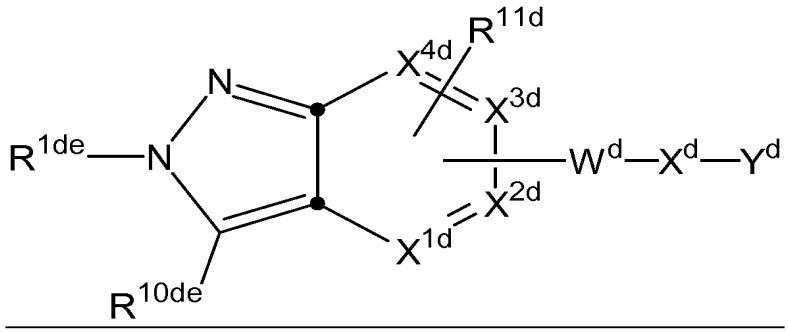
Listing of Claims:

1. (Currently amended) A compound, comprising: a targeting moiety and a chelator, wherein the targeting moiety is bound to the chelator, is a indazole nonpeptide, and binds to a receptor that is upregulated during angiogenesis and the compound has 0-1 linking groups between the targeting moiety and chelator

wherein the indazole nonpeptide targeting moiety is represented by $(Q)_d$ wherein Q is independently a a compound of Formula (Ia) or (Ib):



(Ia)



(Ib)

or pharmaceutically acceptable salt form thereof wherein:

X^{1d} is CH, C- W^d- X^d- Y^d, or C bonded to the linking group;

X^{2d} is CH, or C- W^d- X^d- Y^d;

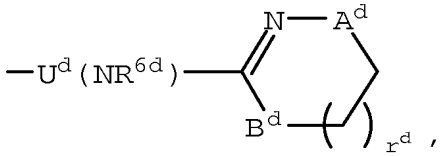
X^{3d} is CR^{11d}, or C- W^d- X^d- Y^d;

X^{4d} is CR^{11d};

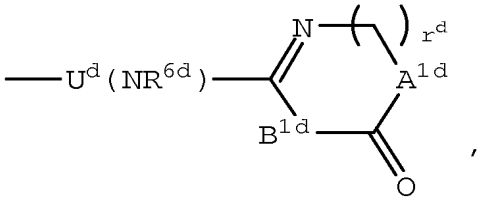
provided that when R^{1d} is R^{1de} then one of X^{1d} and X^{2d} is C- W^d- X^d- Y^d, and when R^{10d} is R^{1de} then X^{3d} is C- W^d- X^d- Y^d;

R^{1d} is R^{1de}, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_6 alkenyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, aryl substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

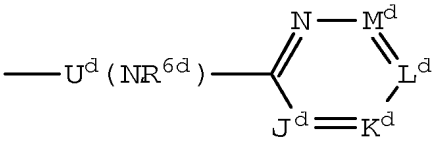
R^{1de} is



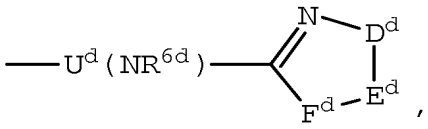
,



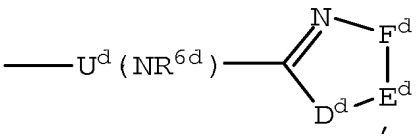
,



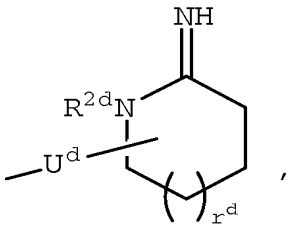
,



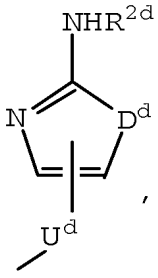
,



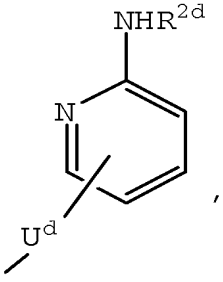
,



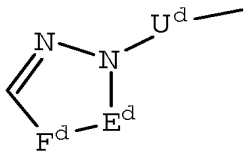
,



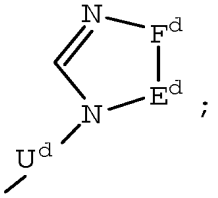
,



,



or



;

A^d and B^d are independently -CH_2-, -O-, -$N(R^{2d})$-, or -C(=O)-;

A^{1d} and B^{1d} are independently -CH_2- or -$N(R^{3d})$-;

D^d is -$N(R^{2d})$-, -O-, -S-, -C(=O)- or -SO_2-;

E^d-F^d is -$C(R^{4d})$=$C(R^{5d})$-, -N=$C(R^{4d})$-, -$C(R^{4d})$=N-, or -$C(R^{4d})_2C(R^{5d})_2$-;

J^d, K^d, L^d and M^d are independently -$C(R^{4d})$-, -$C(R^{5d})$- or -N-, provided that at least one of J^d, K^d, L^d and M^d is not -N-;

R^{2d} is H, C_1-C_6 alkyl, (C_1-C_6 alkyl)carbonyl, (C_1-C_6 alkoxy)carbonyl; (C_1-C_6 alkyl)aminocarbonyl, C_3-C_6 alkenyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, heteroaryl(C_1-C_6 alkyl)carbonyl, heteroarylcarbonyl, aryl(C_1-C_6 alkyl)-, (C_1-C_6 alkyl)carbonyl-, arylcarbonyl, C_1-C_6 alkylsulfonyl, arylsulfonyl, aryl(C_1-C_6 alkyl)sulfonyl, heteroarylsulfonyl, heteroaryl(C_1-C_6 alkyl)sulfonyl, aryloxycarbonyl, or aryl(C_1-C_6 alkoxy)carbonyl, wherein said aryl groups are substituted with 0-2 substituents selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, halo, CF_3, and nitro;

R^{3d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_1-C_6 alkyl)-;

R^{4d} and R^{5d} are independently H, C_1-C_4 alkoxy, $NR^{2d}R^{3d}$, halogen, NO_2, CN, CF_3, C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, (C_1-C_6 alkyl)carbonyl, (C_1-C_6 alkoxy)carbonyl, or arylcarbonyl, or

alternatively, when substituents on adjacent atoms, R^{4d} and R^{5d} can be taken together with the carbon atoms to which they are attached to form a 5-7 membered carbocyclic or 5-7 membered heterocyclic aromatic or non-aromatic ring system, said carbocyclic or heterocyclic ring being optionally substituted with 0-2 groups selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, halo, cyano, amino, CF_3, and NO_2;

U^d is:

$-(CH_2)_n{}^d-$,

$-(CH_2)_n{}^d(CR^{7d}=CR^{8d})(CH_2)_m{}^d-$,

$-(CH_2)_n{}^d(C\equiv C)(CH_2)_m{}^d-$,

$-(CH_2)_t{}^dQ^d\,(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dO(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dN(R^{6d})(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dC(=O)(CH_2)_m{}^d-$,

$-(CH_2)_n{}^d(C=O)N(R^{6d})(CH_2)_m{}^d-$

$-(CH_2)_n{}^dN(R^{6d})(C=O)(CH_2)_m{}^d-$, and

$-(CH_2)_n{}^dS(O)_p{}^d(CH_2)_m{}^d-$;

wherein one or more of the methylene groups in U^d is optionally substituted with R^{7d};

Q^d is 1,2-cycloalkylene, 1,2-phenylene, 1,3-phenylene, 1,4-phenylene, 2,3-pyridinylene, 3,4-pyridinylene, 2,4-pyridinylene, or 3,4-pyridazinylene;

R^{6d} is H, C_1-C_4 alkyl, or benzyl;

R^{7d} and R^{8d} are independently H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_0-C_6 alkyl)-;

R^{10d} is H, R^{1de}, C_1-C_4 alkoxy substituted with 0–1 R^{21d}, $N(R^{6d})_2$, halogen, NO_2, CN, CF_3, CO_2R^{17d}, $C(=O)R^{17d}$, $CONR^{17d}R^{20d}$, $-SO_2R^{17d}$, $-SO_2NR^{17d}R^{20d}$, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_6 alkenyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, aryl substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

R^{10de} is H, C_1-C_4 alkoxy substituted with 0–1 R^{21d}, $N(R^{6d})_2$, halogen, NO_2, CN, CF_3, CO_2R^{17d}, $C(=O)R^{17d}$, $CONR^{17d}R^{20d}$, $-SO_2R^{17d}$, $-SO_2NR^{17d}R^{20d}$, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_6 alkenyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, aryl substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

R^{11d} is H, halogen, CF_3, CN, NO_2, hydroxy, $NR^{2d}R^{3d}$, C_1-C_4 alkyl substituted with 0-1 R^{21d}, C_1-C_4 alkoxy substituted with 0-1 R^{21d}, aryl substituted with 0-1 R^{21d}, aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{21d}, (C_1-C_4 alkoxy)carbonyl substituted with 0-1 R^{21d}, (C_1-C_4 alkyl)carbonyl substituted with 0-1 R^{21d},

C_1-C_4 alkylsulfonyl substituted with 0-1 R^{21d}, or C_1-C_4 alkylaminosulfonyl substituted with 0-1 R^{21d};

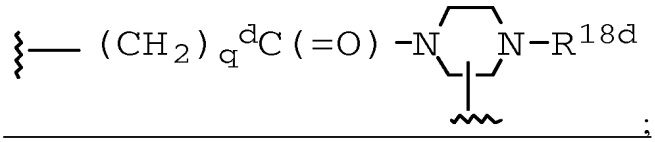
W^d is:

$-(C(R^{12d})_2)_q{}^dC(=O)N(R^{13d})-$, or

$-C(=O)-N(R^{13d})-(C(R^{12d})_2)_q{}^d-$;

X^d is $-C(R^{12d})(R^{14d})-C(R^{12d})(R^{15d})-$; or

alternatively, W^d and X^d can be taken together to be



;

R^{12d} is H, halogen, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_3-C_7 cycloalkyl, C_4-C_{10} cycloalkylalkyl, (C_1-C_4 alkyl)carbonyl, aryl, or aryl(C_1-C_6 alkyl)-;

R^{13d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkylmethyl, or aryl(C_1-C_6 alkyl)-;

R^{14d} is:

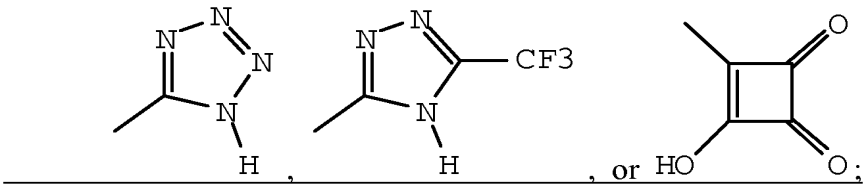
H, C_1-C_6 alkylthio(C_1-C_6 alkyl)-, aryl(C_1-C_{10} alkylthioalkyl)-, aryl(C_1-C_{10} alkoxyalkyl)-, C_1-C_{10} alkyl, C_1-C_{10} alkoxyalkyl, C_1-C_6 hydroxyalkyl, C_2-C_{10} alkenyl, C_2-C_{10} alkynyl, C_3-C_{10} cycloalkyl, C_3-C_{10} cycloalkylalkyl, aryl(C_1-C_6 alkyl)-, heteroaryl(C_1-C_6 alkyl)-, aryl, heteroaryl, CO_2R^{17d}, $C(=O)R^{17d}$, or $CONR^{17d}R^{20d}$, provided that any of the above alkyl, cycloalkyl, aryl or heteroaryl groups may be unsubstituted or substituted independently with 1 R^{16d} or 1-2 R^{11d};

R^{15d} is:

H, R^{16d}, C_1-C_{10} alkyl, C_1-C_{10} alkoxyalkyl, C_1-C_{10} alkylaminoalkyl, C_1-C_{10} dialkylaminoalkyl, (C_1-C_{10} alkyl)carbonyl, aryl(C_1-C_6 alkyl)carbonyl, C_1-C_{10} alkenyl, C_1-C_{10} alkynyl ,C_3-C_{10} cycloalkyl, C_3-C_{10} cycloalkylalkyl, aryl(C_1-C_6 alkyl)-, heteroaryl(C_1-C_6 alkyl)-, aryl, heteroaryl, CO_2R^{17d}, $C(=O)R^{17d}$, $CONR^{17d}R^{20d}$, SO_2R^{17d}, or $SO_2NR^{17d}R^{20d}$, provided that any of the above alkyl, cycloalkyl, aryl or heteroaryl groups may be unsubstituted or substituted independently with 1-2 R^{11d};

Y^d is:

$-COR^{19d}$, $-SO_3H$, $-PO_3H$, tetrazolyl, $-CONHNHSO_2CF_3$, $-CONHSO_2R^{17d}$, $-CONHSO_2NHR^{17d}$, $-NHCOCF_3$, $-NHCONHSO_2R^{17d}$, $-NHSO_2R^{17d}$, $-OPO_3H_2$, $-OSO_3H$, $-PO_3H_2$, $-SO_3H$, $-SO_2NHCOR^{17d}$, $-SO_2NHCO_2R^{17d}$,



R^{16d} is:

$-N(R^{20d})-C(=O)-O-R^{17d}$,

$-N(R^{20d})-C(=O)-R^{17d}$,

$-N(R^{20d})-C(=O)-NH-R^{17d}$,

$-N(R^{20d})SO_2-R^{17d}$, or

$-N(R^{20d})SO_2-NR^{20d}R^{17d}$;

R^{17d} is:

C_1-C_{10} alkyl optionally substituted with a bond to the linking group, C_3-C_{11} cycloalkyl optionally substituted with a bond to the linking group, aryl(C_1-C_6 alkyl)- optionally substituted with a bond to the linking group, (C_1-C_6 alkyl)aryl optionally substituted with a bond to the linking group, heteroaryl(C_1-C_6 alkyl)- optionally substituted with a bond to the linking group, (C_1-C_6 alkyl)heteroaryl optionally substituted with a bond to the linking group, biaryl(C_1-C_6 alkyl)- optionally substituted with a bond to the linking group, heteroaryl optionally substituted with a bond to the linking group, aryl optionally substituted with a bond to the linking group, biaryl optionally substituted with a bond to the linking group, or a bond to the linking group, wherein said aryl, biaryl or heteroaryl groups are also optionally substituted with 0-3 substituents selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, aryl, heteroaryl, halo, cyano, amino, CF_3, and NO_2;

R^{18d} is:

-H,

-C(=O)-O-R^{17d},

-C(=O)-R^{17d},

-C(=O)-NH-R^{17d},

-SO_2-R^{17d}, or

-SO_2-$NR^{20d}R^{17d}$;

R^{19d} is hydroxy, C_1-C_{10} alkyloxy, C_3-C_{11} cycloalkyloxy, aryloxy, aryl(C_1-C_6 alkoxy)-, C_3-C_{10} alkylcarbonyloxyalkyloxy, C_3-C_{10} alkoxycarbonyloxyalkyloxy, C_2-C_{10} alkoxycarbonylalkyloxy, C_5-C_{10} cycloalkylcarbonyloxyalkyloxy, C_5-C_{10} cycloalkoxycarbonyloxyalkyloxy, C_5-C_{10} cycloalkoxycarbonylalkyloxy, C_7-C_{11} aryloxycarbonylalkyloxy, C_8-C_{12} aryloxycarbonyloxyalkyloxy,

C_8-C_{12} arylcarbonyloxyalkyloxy, C_5-C_{10} alkoxyalkylcarbonyloxyalkyloxy, C_5-C_{10} (5-alkyl-1,3-dioxa-cyclopenten-2-one-yl)methyloxy, C_{10}-C_{14} (5-aryl-1,3-dioxa-cyclopenten-2-one-yl)methyloxy, or $(R^{11d})(R^{12d})N$-(C_1-C_{10} alkoxy)-;

R^{20d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_1-C_6 alkyl)-;

R^{21d} is COOH or $NR^{6d}{}_2$;

m^d is 0-4;

n^d is 0-4;

t^d is 0-4;

p^d is 0-2;

q^d is 0-2;

r^d is 0-2; and

d is 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;

with the following provisos:

(1) t^d, n^d, m^d and q^d are chosen such that the number of atoms connecting R^{1d} and Y^d is in the range of 10-14; and

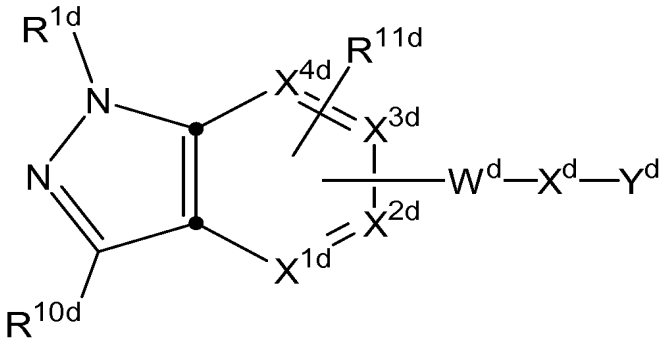
(2) n^d and m^d are chosen such that the value of n^d plus m^d is greater than one unless U^d is $-(CH_2)_{t^d}Q^d(CH_2)_{m^d}-$.

2-57. Canceled.

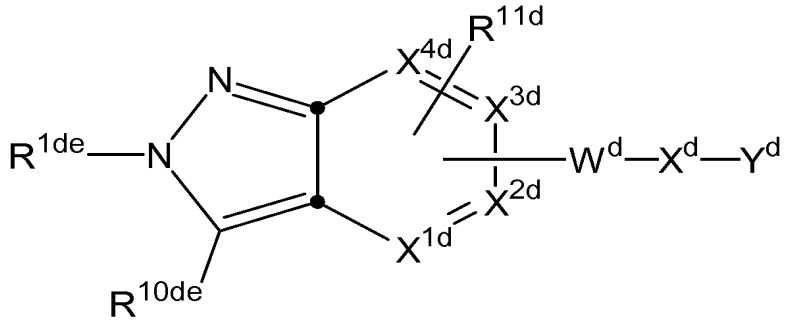
58. (New) A compound according to Claim 1, wherein the receptor is the integrin $\alpha_V\beta_3$ or $\alpha_V\beta_5$ and the compound is of the formula:

$$(Q)_d\text{-}L_n\text{-}C_h \text{ or } (Q)_d\text{-}L_n\text{-}(C_h)_{d'}$$

wherein, Q is independently a compound of Formula (Ia) or (Ib):



(Ia)



(Ib)

or pharmaceutically acceptable salt form thereof wherein:

X^{1d} is CH, C- W^d- X^d- Y^d, or C bonded to L_n;

X^{2d} is CH, or C- W^{d}- X^{d}- Y^{d};

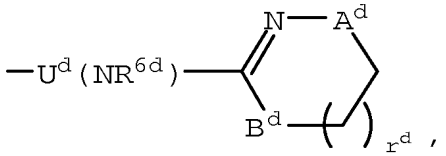
X^{3d} is CR^{11d}, or C- W^{d}- X^{d}- Y^{d};

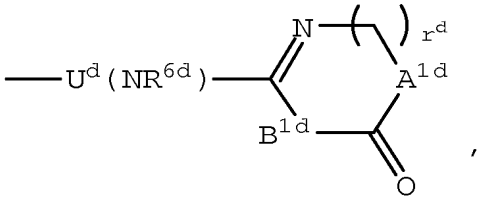
X^{4d} is CR^{11d};

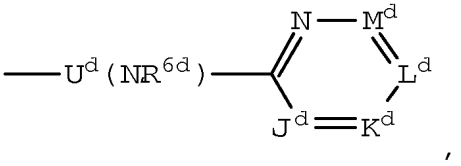
provided that when R^{1d} is R^{1de} then one of X^{1d} and X^{2d} is C- W^{d}- X^{d}- Y^{d}, and when R^{10d} is R^{1de} then X^{3d} is C- W^{d}- X^{d}- Y^{d};

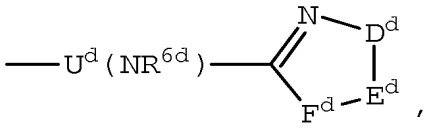
R^{1d} is R^{1de}, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_6 alkenyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, aryl substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

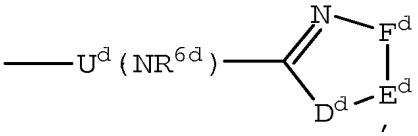
R^{1de} is

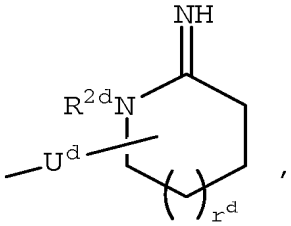


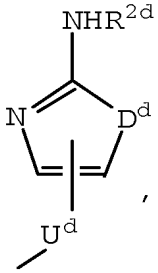


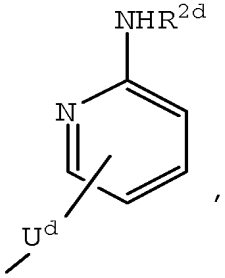


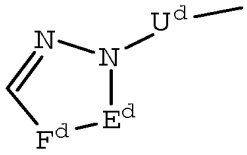




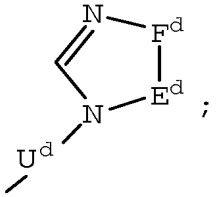








or



Page 14 of 51

A^d and B^d are independently -CH_2-, -O-, -$N(R^{2d})$-, or -C(=O)-;

A^{1d} and B^{1d} are independently -CH_2- or -$N(R^{3d})$-;

D^d is -$N(R^{2d})$-, -O-, -S-, -C(=O)- or -SO_2-;

E^d-F^d is -$C(R^{4d})$=$C(R^{5d})$-, -N=$C(R^{4d})$-, -$C(R^{4d})$=N-, or
-$C(R^{4d})_2C(R^{5d})_2$-;

J^d, K^d, L^d and M^d are independently
-$C(R^{4d})$-, -$C(R^{5d})$- or -N-, provided that at least one of J^d, K^d, L^d and M^d is not -N-;

R^{2d} is H, C_1-C_6 alkyl, (C_1-C_6 alkyl)carbonyl, (C_1-C_6 alkoxy)carbonyl; (C_1-C_6 alkyl)aminocarbonyl, C_3-C_6 alkenyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, heteroaryl(C_1-C_6 alkyl)carbonyl, heteroarylcarbonyl, aryl(C_1-C_6 alkyl)-, (C_1-C_6 alkyl)carbonyl-, arylcarbonyl, C_1-C_6 alkylsulfonyl, arylsulfonyl, aryl(C_1-C_6 alkyl)sulfonyl, heteroarylsulfonyl, heteroaryl(C_1-C_6 alkyl)sulfonyl, aryloxycarbonyl, or aryl(C_1-C_6 alkoxy)carbonyl, wherein said aryl groups are substituted with 0-2 substituents selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, halo, CF_3, and nitro;

R^{3d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_1-C_6 alkyl)-;

R^{4d} and R^{5d} are independently H, C_1-C_4 alkoxy, $NR^{2d}R^{3d}$, halogen, NO_2, CN, CF_3, C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, (C_1-C_6 alkyl)carbonyl, (C_1-C_6 alkoxy)carbonyl, or arylcarbonyl, or

alternatively, when substituents on adjacent atoms, R^{4d} and R^{5d} can be taken together with the carbon atoms to which they are attached to form a 5-7 membered carbocyclic or 5-7 membered heterocyclic aromatic or non-aromatic ring system, said carbocyclic or heterocyclic ring being optionally substituted with 0-2 groups selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, halo, cyano, amino, CF_3, and NO_2;

U^d is:

$-(CH_2)_n{}^d-$,

$-(CH_2)_n{}^d(CR^{7d}=CR^{8d})(CH_2)_m{}^d-$,

$-(CH_2)_n{}^d(C\equiv C)(CH_2)_m{}^d-$,

$-(CH_2)_t{}^dQ^d\,(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dO(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dN(R^{6d})(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dC(=O)(CH_2)_m{}^d-$,

$-(CH_2)_n{}^d(C=O)N(R^{6d})(CH_2)_m{}^d-$

$-(CH_2)_n{}^dN(R^{6d})(C=O)(CH_2)_m{}^d-$, and

$-(CH_2)_n{}^dS(O)_p{}^d(CH_2)_m{}^d-$;

wherein one or more of the methylene groups in U^d is optionally substituted with R^{7d};

Q^d is 1,2-cycloalkylene, 1,2-phenylene, 1,3-phenylene, 1,4-phenylene, 2,3-pyridinylene, 3,4-pyridinylene, 2,4-pyridinylene, or 3,4-pyridazinylene;

R^{6d} is H, C_1-C_4 alkyl, or benzyl;

R^{7d} and R^{8d} are independently H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_0-C_6 alkyl)-;

R^{10d} is H, R^{1de}, C_1-C_4 alkoxy substituted with 0–1 R^{21d}, $N(R^{6d})_2$, halogen, NO_2, CN, CF_3, CO_2R^{17d}, $C(=O)R^{17d}$, $CONR^{17d}R^{20d}$, $-SO_2R^{17d}$, $-SO_2NR^{17d}R^{20d}$, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_6 alkenyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, aryl substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

R^{10de} is H, C_1-C_4 alkoxy substituted with 0–1 R^{21d}, $N(R^{6d})_2$, halogen, NO_2, CN, CF_3, CO_2R^{17d}, $C(=O)R^{17d}$, $CONR^{17d}R^{20d}$, $-SO_2R^{17d}$, $-SO_2NR^{17d}R^{20d}$, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_6 alkenyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, aryl substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

R^{11d} is H, halogen, CF_3, CN, NO_2, hydroxy, $NR^{2d}R^{3d}$, C_1-C_4 alkyl substituted with 0-1 R^{21d}, C_1-C_4 alkoxy substituted with 0-1 R^{21d}, aryl substituted with 0-1 R^{21d}, aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{21d}, (C_1-C_4 alkoxy)carbonyl substituted with 0-1 R^{21d}, (C_1-C_4 alkyl)carbonyl substituted with 0-1 R^{21d},

C_1-C_4 alkylsulfonyl substituted with 0-1 R^{21d}, or C_1-C_4 alkylaminosulfonyl substituted with 0-1 R^{21d};

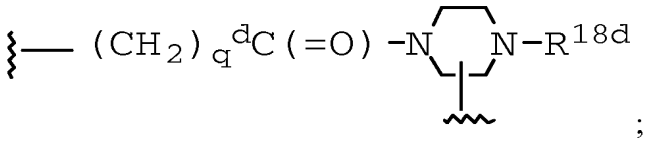
W^d is:

$-(C(R^{12d})_2)_q{}^dC(=O)N(R^{13d})-$, or

$-C(=O)-N(R^{13d})-(C(R^{12d})_2)_q{}^d-$;

X^d is $-C(R^{12d})(R^{14d})-C(R^{12d})(R^{15d})-$; or

alternatively, W^d and X^d can be taken together to be



;

R^{12d} is H, halogen, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_3-C_7 cycloalkyl, C_4-C_{10} cycloalkylalkyl, (C_1-C_4 alkyl)carbonyl, aryl, or aryl(C_1-C_6 alkyl)-;

R^{13d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkylmethyl, or aryl(C_1-C_6 alkyl)-;

R^{14d} is:

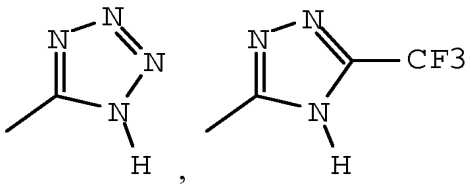
H, C_1-C_6 alkylthio(C_1-C_6 alkyl)-, aryl(C_1-C_{10} alkylthioalkyl)-, aryl(C_1-C_{10} alkoxyalkyl)-, C_1-C_{10} alkyl, C_1-C_{10} alkoxyalkyl, C_1-C_6 hydroxyalkyl, C_2-C_{10} alkenyl, C_2-C_{10} alkynyl, C_3-C_{10} cycloalkyl, C_3-C_{10} cycloalkylalkyl, aryl(C_1-C_6 alkyl)-, heteroaryl(C_1-C_6 alkyl)-, aryl, heteroaryl, CO_2R^{17d}, $C(=O)R^{17d}$, or $CONR^{17d}R^{20d}$, provided that any of the above alkyl, cycloalkyl, aryl or heteroaryl groups may be unsubstituted or substituted independently with 1 R^{16d} or 1-2 R^{11d};

R^{15d} is:

H, R^{16d}, C_1-C_{10} alkyl, C_1-C_{10} alkoxyalkyl, C_1-C_{10} alkylaminoalkyl, C_1-C_{10} dialkylaminoalkyl, (C_1-C_{10} alkyl)carbonyl, aryl(C_1-C_6 alkyl)carbonyl, C_1-C_{10} alkenyl, C_1-C_{10} alkynyl ,C_3-C_{10} cycloalkyl, C_3-C_{10} cycloalkylalkyl, aryl(C_1-C_6 alkyl)-, heteroaryl(C_1-C_6 alkyl)-, aryl, heteroaryl, CO_2R^{17d}, $C(=O)R^{17d}$, $CONR^{17d}R^{20d}$, SO_2R^{17d}, or $SO_2NR^{17d}R^{20d}$, provided that any of the above alkyl, cycloalkyl, aryl or heteroaryl groups may be unsubstituted or substituted independently with 1-2 R^{11d};

Y^d is:

-COR^{19d}, -SO_3H, -PO_3H, tetrazolyl, -$CONHNHSO_2CF_3$, -$CONHSO_2R^{17d}$, -$CONHSO_2NHR^{17d}$, -$NHCOCF_3$, -$NHCONHSO_2R^{17d}$, -$NHSO_2R^{17d}$, -OPO_3H_2, -OSO_3H, -PO_3H_2, -SO_3H, -SO_2NHCOR^{17d}, -$SO_2NHCO_2R^{17d}$,



R^{16d} is:

-$N(R^{20d})$-C(=O)-O-R^{17d},

-$N(R^{20d})$-C(=O)-R^{17d},

-$N(R^{20d})$-C(=O)-NH-R^{17d},

-$N(R^{20d})SO_2$-R^{17d}, or

-$N(R^{20d})SO_2$-$NR^{20d}R^{17d}$;

R^{17d} is:

C_1-C_{10} alkyl optionally substituted with a bond to L_n, C_3-C_{11} cycloalkyl optionally substituted with a bond to L_n, aryl(C_1-C_6 alkyl)- optionally substituted with a bond to L_n, (C_1-C_6 alkyl)aryl optionally substituted with a bond to L_n, heteroaryl(C_1-C_6 alkyl)- optionally substituted with a bond to L_n, (C_1-C_6 alkyl)heteroaryl optionally substituted with a bond to L_n, biaryl(C_1-C_6 alkyl)- optionally substituted with a bond to L_n, heteroaryl optionally substituted with a bond to L_n, aryl optionally substituted with a bond to L_n, biaryl optionally substituted with a bond to L_n, or a bond to L_n, wherein said aryl, biaryl or heteroaryl groups are also optionally substituted with 0-3 substituents selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, aryl, heteroaryl, halo, cyano, amino, CF_3, and NO_2;

R^{18d} is:

-H,

-C(=O)-O-R^{17d},

-C(=O)-R^{17d},

-C(=O)-NH-R^{17d},

-SO_2-R^{17d}, or

-SO_2-$NR^{20d}R^{17d}$;

R^{19d} is hydroxy, C_1-C_{10} alkyloxy, C_3-C_{11} cycloalkyloxy, aryloxy, aryl(C_1-C_6 alkoxy)-, C_3-C_{10} alkylcarbonyloxyalkyloxy, C_3-C_{10} alkoxycarbonyloxyalkyloxy, C_2-C_{10} alkoxycarbonylalkyloxy, C_5-C_{10} cycloalkylcarbonyloxyalkyloxy, C_5-C_{10} cycloalkoxycarbonyloxyalkyloxy, C_5-C_{10} cycloalkoxycarbonylalkyloxy, C_7-C_{11} aryloxycarbonylalkyloxy, C_8-C_{12} aryloxycarbonyloxyalkyloxy, C_8-C_{12} arylcarbonyloxyalkyloxy, C_5-C_{10} alkoxyalkylcarbonyloxyalkyloxy,

C_5-C_{10} (5-alkyl-1,3-dioxa-cyclopenten-2-one-yl)methyloxy, C_{10}-C_{14} (5-aryl-1,3-dioxa-cyclopenten-2-one-yl)methyloxy, or $(R^{11d})(R^{12d})$N-(C_1-C_{10} alkoxy)-;

R^{20d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_1-C_6 alkyl)-;

R^{21d} is COOH or $NR^{6d}{}_2$;

m^d is 0-4;

n^d is 0-4;

t^d is 0-4;

p^d is 0-2;

q^d is 0-2;

r^d is 0-2;

d is 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10; and

d' is 1-100

with the following provisos:

(1) t^d, n^d, m^d and q^d are chosen such that the number of atoms connecting R^{1d} and Y^d is in the range of 10-14; and

(2) n^d and m^d are chosen such that the value of n^d plus m^d is greater than one unless U^d is $-(CH_2)_t{}^d Q^d (CH_2)_m{}^d$-;

L_n is a linking group having the formula:

$((W)_h$-$(CR^6R^7)_g)_x$-$(Z)_k$-$((CR^{6a}R^{7a})_{g'}$-$(W)_{h'})_{x'}$;

W is independently selected at each occurrence from the group consisting of O, S, NH, NHC(=O), C(=O)NH, $NR^8C(=O)$, $C(=O)N\ R^8$, C(=O), C(=O)O, OC(=O), NHC(=S)NH, NHC(=O)NH, SO_2, SO_2NH, $(OCH_2CH_2)_s$, $(CH_2CH_2O)_{s'}$, $(OCH_2CH_2CH_2)_{s''}$, $(CH_2CH_2CH_2O)_t$, and $(aa)_{t'}$;

aa is independently at each occurrence an amino acid;

Z is aryl substituted with 0-3 R^{10}, C_{3-10} cycloalkyl substituted with 0-3 R^{10}, or a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{10};

R^6, R^{6a}, R^7, R^{7a}, and R^8 are independently selected at each occurrence from the group consisting of H, =O, COOH, SO_3H, PO_3H, C_1-C_5 alkyl substituted with 0-3 R^{10}, aryl substituted with 0-3 R^{10}, benzyl substituted with 0-3 R^{10}, C_1-C_5 alkoxy substituted with 0-3 R^{10}, $NHC(=O)R^{11}$, $C(=O)NHR^{11}$, $NHC(=O)NHR^{11}$, NHR^{11}, R^{11}, and a bond to C_h;

R^{10} is independently selected at each occurrence from the group consisting of a bond to C_h, $COOR^{11}$, $C(=O)NHR^{11}$, $NHC(=O)R^{11}$, OH, NHR^{11}, SO_3H, PO_3H, $-OPO_3H_2$, $-OSO_3H$, aryl substituted with 0-3 R^{11}, C_{1-5} alkyl substituted with 0-1 R^{12}, C_{1-5} alkoxy substituted with 0-1 R^{12}, and a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{11};

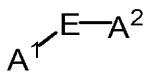
R^{11} is independently selected at each occurrence from the group consisting of H, alkyl substituted with 0-1 R^{12}, aryl substituted with 0-1 R^{12}, a 5-10 membered

heterocyclic ring system containing 1-4 heteroatoms independently selected from N, S, and O and substituted with 0-1 R^{12}, C_{3-10} cycloalkyl substituted with 0-1 R^{12}, polyalkylene glycol substituted with 0-1 R^{12}, carbohydrate substituted with 0-1 R^{12}, cyclodextrin substituted with 0-1 R^{12}, amino acid substituted with 0-1 R^{12}, polycarboxyalkyl substituted with 0-1 R^{12}, polyazaalkyl substituted with 0-1 R^{12}, peptide substituted with 0-1 R^{12}, wherein the peptide is comprised of 2-10 amino acids, 3,6-O-disulfo-B-D-galactopyranosyl, bis(phosphonomethyl)glycine, and a bond to C_h;

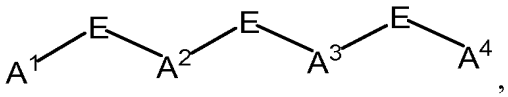
R^{12} is a bond to C_h;

k is 0, 1, or 2;
h is 0, 1, or 2;
h' is 0, 1, or 2;
g is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
g' is m 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
s is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
s' is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
s" is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
t is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
t' is 0, 1, 2, 3, 4, 5, 6, 7, 8, 9, or 10;
x is 0, 1, 2, 3, 4, or 5;
x' is 0, 1, 2, 3, 4, or 5;

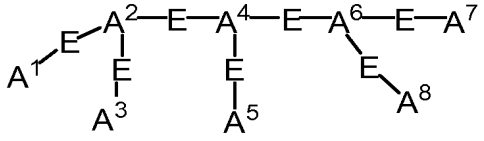
C_h is a metal bonding unit having a formula selected from the group consisting of:



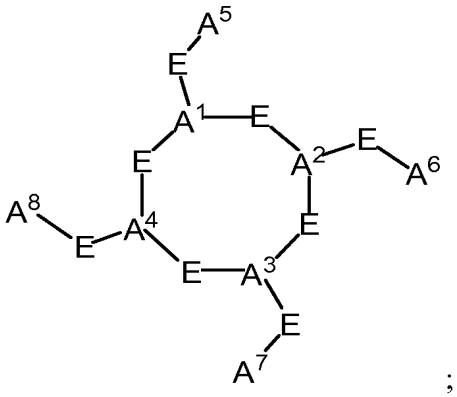
,



,



, and



;

A^1, A^2, A^3, A^4, A^5, A^6, A^7, and A^8 are independently selected at each occurrence from the group consisting of NR^{13}, $NR^{13}R^{14}$, S, SH, S(Pg), O, OH, PR^{13}, $PR^{13}R^{14}$, $P(O)R^{15}R^{16}$, and a bond to L_n;

E is a bond, CH, or a spacer group independently selected at each occurrence from the group consisting of C_1-C_{10} alkyl substituted with 0-3 R^{17}, aryl substituted with 0-3 R^{17}, C_{3-10} cycloalkyl substituted with 0-3 R^{17}, heterocyclo-C_{1-10} alkyl substituted with 0-3 R^{17}, wherein the heterocyclo group is a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from N, S, and O, C_{6-10} aryl-C_{1-10} alkyl substituted with 0-3 R^{17}, C_{1-10} alkyl-C_{6-10} aryl- substituted with 0-3 R^{17}, and a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{17};

R^{13} and R^{14} are each independently selected from the group consisting of a bond to L_n, hydrogen, C_1-C_{10} alkyl substituted with 0-3 R^{17}, aryl substituted with 0-3 R^{17}, C_{1-10} cycloalkyl substituted with 0-3 R^{17}, heterocyclo-C_{1-10} alkyl substituted with

0-3 R^{17}, wherein the heterocyclo group is a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from consisting of N, S, and O, C_{6-10} aryl-C_{1-10} alkyl substituted with 0-3 R^{17}, C_{1-10} alkyl-C_{6-10} aryl- substituted with 0-3 R^{17}, a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from N, S, and O and substituted with 0-3 R^{17}, and an electron, provided that when one of R^{13} or R^{14} is an electron, then the other is also an electron;

alternatively, R^{13} and R^{14} combine to form $=C(R^{20})(R^{21})$;

R^{15} and R^{16} are each independently selected from the group consisting of a bond to L_n, -OH, C_1-C_{10} alkyl substituted with 0-3 R^{17}, C_1-C_{10} alkyl substituted with 0-3 R^{17}, aryl substituted with 0-3 R^{17}, C_{3-10} cycloalkyl substituted with 0-3 R^{17}, heterocyclo-C_{1-10} alkyl substituted with 0-3 R^{17}, wherein the heterocyclo group is a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from N, S, and O, C_{6-10} aryl-C_{1-10} alkyl substituted with 0-3 R^{17}, C_{1-10} alkyl-C_{6-10} aryl- substituted with 0-3 R^{17}, and a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{17};

R^{17} is independently selected at each occurrence from the group consisting of a bond to L_n, =O, F, Cl, Br, I, $-CF_3$, -CN, $-CO_2R^{18}$, $-C(=O)R^{18}$, $-C(=O)N(R^{18})_2$, -CHO, $-CH_2OR^{18}$, $-OC(=O)R^{18}$, $-OC(=O)OR^{18a}$, $-OR^{18}$, $-OC(=O)N(R^{18})_2$, $-NR^{19}C(=O)R^{18}$, $-NR^{19}C(=O)OR^{18a}$, $-NR^{19}C(=O)N(R^{18})_2$, $-NR^{19}SO_2N(R^{18})_2$, $-NR^{19}SO_2R^{18a}$, $-SO_3H$, $-SO_2R^{18a}$, $-SR^{18}$, $-S(=O)R^{18a}$, $-SO_2N(R^{18})_2$, $-N(R^{18})_2$, $-NHC(=S)NHR^{18}$, $=NOR^{18}$, NO_2, $-C(=O)NHOR^{18}$, $-C(=O)NHNR^{18}R^{18a}$,

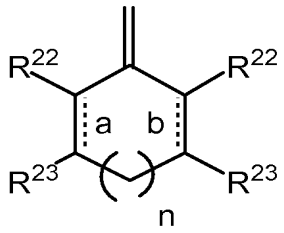
$-OCH_2CO_2H$, 2-(1-morpholino)ethoxy, C_1-C_5 alkyl, C_2-C_4 alkenyl, C_3-C_6 cycloalkyl, C_3-C_6 cycloalkylmethyl, C_2-C_6 alkoxyalkyl, aryl substituted with 0-2 R^{18}, and a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O;

R^{18}, R^{18a}, and R^{19} are independently selected at each occurrence from the group consisting of a bond to L_n, H, C_1-C_6 alkyl, phenyl, benzyl, C_1-C_6 alkoxy, halide, nitro, cyano, and trifluoromethyl;

Pg is a thiol protecting group;

R^{20} and R^{21} are independently selected from the group consisting of H, C_1-C_{10} alkyl, -CN, $-CO_2R^{25}$, $-C(=O)R^{25}$, $-C(=O)N(R^{25})_2$, C_2-C_{10} 1-alkene substituted with 0-3 R^{23}, C_2-C_{10} 1-alkyne substituted with 0-3 R^{23}, aryl substituted with 0-3 R^{23}, unsaturated 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{23}, and unsaturated C_{3-10} carbocycle substituted with 0-3 R^{23};

alternatively, R^{20} and R^{21}, taken together with the divalent carbon radical to which they are attached form:



R^{22} and R^{23} are independently selected from the group consisting of H, R^{24}, C_1-C_{10} alkyl substituted with 0-3 R^{24}, C_2-C_{10} alkenyl substituted with 0-3 R^{24}, C_2-C_{10} alkynyl substituted with 0-3 R^{24}, aryl substituted with 0-3 R^{24}, a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{24}, and C_{3-10} carbocycle substituted with 0-3 R^{24};

alternatively, R^{22}, R^{23} taken together form a fused aromatic or a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O;

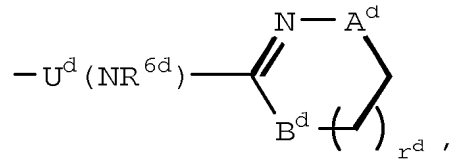
a and **b** indicate the positions of optional double bonds and **n** is 0 or 1;

R^{24} is independently selected at each occurrence from the group consisting of =O, F, Cl, Br, I, $-CF_3$, -CN, $-CO_2R^{25}$, $-C(=O)R^{25}$, $-C(=O)N(R^{25})_2$, $-N(R^{25})_3^+$, $-CH_2OR^{25}$, $-OC(=O)R^{25}$, $-OC(=O)OR^{25a}$, $-OR^{25}$, $-OC(=O)N(R^{25})_2$, $-NR^{26}C(=O)R^{25}$, $-NR^{26}C(=O)OR^{25a}$, $-NR^{26}C(=O)N(R^{25})_2$, $-NR^{26}SO_2N(R^{25})_2$, $-NR^{26}SO_2R^{25a}$, $-SO_3H$, $-SO_2R^{25a}$, $-SR^{25}$, $-S(=O)R^{25a}$, $-SO_2N(R^{25})_2$, $-N(R^{25})_2$, $=NOR^{25}$, $-C(=O)NHOR^{25}$, $-OCH_2CO_2H$, and 2-(1-morpholino)ethoxy; and,

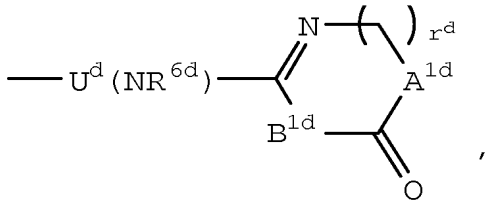
R^{25}, R^{25a}, and R^{26} are each independently selected at each occurrence from the group consisting of hydrogen and C_1-C_6 alkyl.

59. (New) A compound according to Claim 58, wherein:

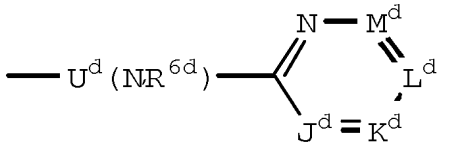
R^{1de} is:



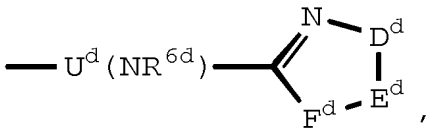
,



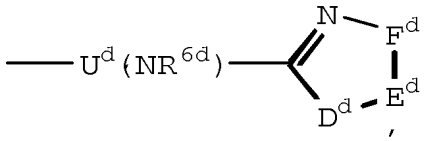
,



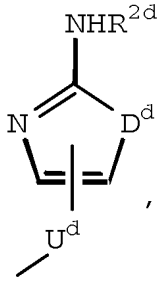
,



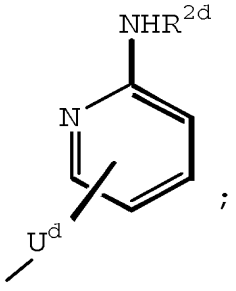
,



,



or



;

A^d and B^d are independently $-CH_2-$, -O-, $-N(R^{2d})-$, or -C(=O)-;

A^{1d} and B^{1d} are independently $-CH_2-$ or $-N(R^{3d})-$;

D^d is -N(R^{2d})-, -O-, -S-, -C(=O)- or -SO_2-;

E^d-F^d is -C(R^{4d})=C(R^{5d})-, -N=C(R^{4d})-, -C(R^{4d})=N-, or -C(R^{4d})$_2$C(R^{5d})$_2$-;

J^d, K^d, L^d and M^d are independently C(R^{4d})-, -C(R^{5d})- or -N-, provided that at least one of J^d, K^d, L^d and M^d is not -N-;

R^{2d} is H, C_1-C_6 alkyl, (C_1-C_6 alkyl)carbonyl, (C_1-C_6 alkoxy)carbonyl, C_1-C_6 alkylaminocarbonyl, C_3-C_6 alkenyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, heteroaryl(C_1-C_6 alkyl)carbonyl, heteroarylcarbonyl, aryl(C_1-C_6 alkyl)-, (C_1-C_6 alkyl)carbonyl, arylcarbonyl, alkylsulfonyl, arylsulfonyl, aryl(C_1-C_6 alkyl)sulfonyl, heteroarylsulfonyl, heteroaryl(C_1-C_6 alkyl)sulfonyl, aryloxycarbonyl, or aryl(C_1-C_6 alkoxy)carbonyl, wherein said aryl groups are substituted with 0-2 substituents selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, halo, CF_3, and nitro;

R^{3d} is H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_1-C_6 alkyl)-;

R^{4d} and R^{5d} are independently H, C_1-C_4 alkoxy, $NR^{2d}R^{3d}$, halogen, NO_2, CN, CF_3, C_1-C_6 alkyl, C_3-C_6 alkenyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, C_2-C_7 alkylcarbonyl, or arylcarbonyl;

alternatively, when substituents on adjacent atoms, R^{4d} and R^{5d} can be taken together with the carbon atoms to which they are attached to form a 5-7 membered carbocyclic or 5-

7 membered heterocyclic aromatic or non-aromatic ring system, said carbocyclic or heterocyclic ring being optionally substituted with 0-2 groups selected from C_1-C_4 alkyl, C_1-C_4 alkoxy, halo, cyano, amino, CF_3, or NO_2;

U^d is:

$-(CH_2)_n{}^d-$,

$-(CH_2)_n{}^d(CR^{7d}=CR^{8d})(CH_2)_m{}^d-$,

$-(CH_2)_t{}^dQ^d(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dO(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dN(R^{6d})(CH_2)_m{}^d-$,

$-(CH_2)_n{}^dC(=O)(CH_2)_m{}^d-$, or

$-(CH_2)_n{}^dS(O)_p{}^d(CH_2)_m{}^d-$;

wherein one or more of the methylene groups in U^d is optionally substituted with R^{7d};

Q^d is 1,2-phenylene, 1,3-phenylene, 2,3-pyridinylene, 3,4-pyridinylene, or 2,4-pyridinylene;

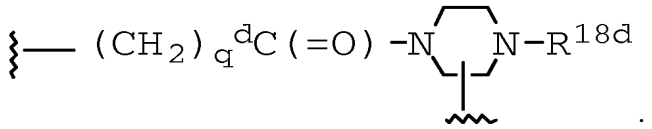
R^{6d} is H, C_1-C_4 alkyl, or benzyl;

R^{7d} and R^{8d} are independently H, C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl)-, or heteroaryl(C_0-C_6 alkyl)-;

W^d is $-C(=O)-N(R^{13d})-(C(R^{12d})_2)_q{}^d-$;

X^d is $-C(R^{12d})(R^{14d})-C(R^{12d})(R^{15d})-$;

alternatively, W^d and X^d can be taken together to be

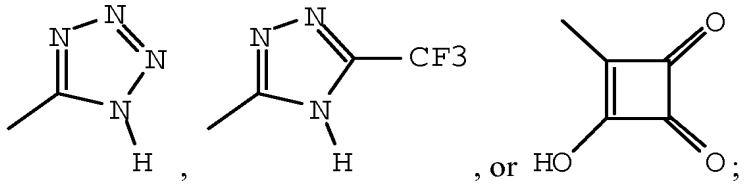


;

R^{12d} is H or C_1-C_6 alkyl;

Y^d is:

$-COR^{19d}$, $-SO_3H$,



, or

;

d is 1, 2, 3, 4, or 5;

d' is 1-50;

W is independently selected at each occurrence from the group consisting of O, NH, $NHC(=O)$, $C(=O)NH$, $NR^8C(=O)$, $C(=O)N\ R^8$, $C(=O)$, $C(=O)O$, $OC(=O)$, $NHC(=S)NH$, $NHC(=O)NH$, SO_2, $(OCH_2CH_2)_s$, $(CH_2CH_2O)_s'$, $(OCH_2CH_2CH_2)_s''$, $(CH_2CH_2CH_2O)_t$, and $(aa)_t'$;

aa is independently at each occurrence an amino acid;

Z is aryl substituted with 0-1 R^{10}, C_{3-10} cycloalkyl substituted with 0-1 R^{10}, or a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-1 R^{10};

R^6, R^{6a}, R^7, R^{7a}, and R^8 are independently selected at each occurrence from the group consisting of H, =O, COOH, SO_3H, C_1-C_5 alkyl substituted with 0-1 R^{10}, aryl substituted with 0-1 R^{10}, benzyl substituted with 0-1 R^{10}, and C_1-C_5 alkoxy substituted with 0-1 R^{10}, $NHC(=O)R^{11}$, $C(=O)NHR^{11}$, $NHC(=O)NHR^{11}$, NHR^{11}, R^{11}, and a bond to C_h;

k is 0 or 1;
s is 0, 1, 2, 3, 4, or 5;
s' is 0, 1, 2, 3, 4, or 5;
s" is 0, 1, 2, 3, 4, or 5;
t is s 0, 1, 2, 3, 4, or 5;

A^1, A^2, A^3, A^4, A^5, A^6, A^7, and A^8 are independently selected at each occurrence from the group consisting of NR^{13}, $NR^{13}R^{14}$, S, SH, S(Pg), OH, and a bond to L_n;

E is a bond, CH, or a spacer group independently selected at each occurrence from the group the group consisting of C_1-C_{10} alkyl substituted with 0-3 R^{17}, aryl substituted with 0-3 R^{17}, C_{3-10} cycloalkyl substituted with 0-3 R^{17}, and a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{17};

R^{13} and R^{14} are each independently selected from the group consisting of a bond to L_n, hydrogen, C_1-C_{10} alkyl substituted with 0-3 R^{17}, aryl substituted with 0-3 R^{17}, a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{17}, and an electron, provided that when one of R^{13} or R^{14} is an electron, then the other is also an electron;

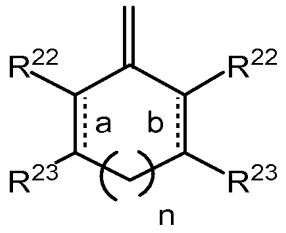
alternatively, R^{13} and R^{14} combine to form $=C(R^{20})(R^{21})$;

R^{17} is independently selected at each occurrence from the group consisting of a bond to L_n, =O, F, Cl, Br, I, $-CF_3$, -CN, $-CO_2R^{18}$, $-C(=O)R^{18}$, $-C(=O)N(R^{18})_2$, $-CH_2OR^{18}$, $-OC(=O)R^{18}$, $-OC(=O)OR^{18a}$, $-OR^{18}$, $-OC(=O)N(R^{18})_2$, $-NR^{19}C(=O)R^{18}$, $-NR^{19}C(=O)OR^{18a}$, $-NR^{19}C(=O)N(R^{18})_2$, $-NR^{19}SO_2N(R^{18})_2$, $-NR^{19}SO_2R^{18a}$, $-SO_3H$, $-SO_2R^{18a}$, $-S(=O)R^{18a}$, $-SO_2N(R^{18})_2$, $-N(R^{18})_2$, $-NHC(=S)NHR^{18}$, $=NOR^{18}$, $-C(=O)NHNR^{18}R^{18a}$, $-OCH_2CO_2H$, and 2-(1-morpholino)ethoxy;

R^{18}, R^{18a}, and R^{19} are independently selected at each occurrence from the group consisting of a bond to L_n, H, and C_1-C_6 alkyl;

R^{20} and R^{21} are independently selected from the group consisting of H, C_1-C_5 alkyl, $-CO_2R^{25}$, C_2-C_5 1-alkene substituted with 0-3 R^{23}, C_2-C_5 1-alkyne substituted with 0-3 R^{23}, aryl substituted with 0-3 R^{23}, and unsaturated 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O and substituted with 0-3 R^{23};

alternatively, R^{20} and R^{21}, taken together with the divalent carbon radical to which they are attached form:



R^{22} and R^{23} are independently H or R^{24};

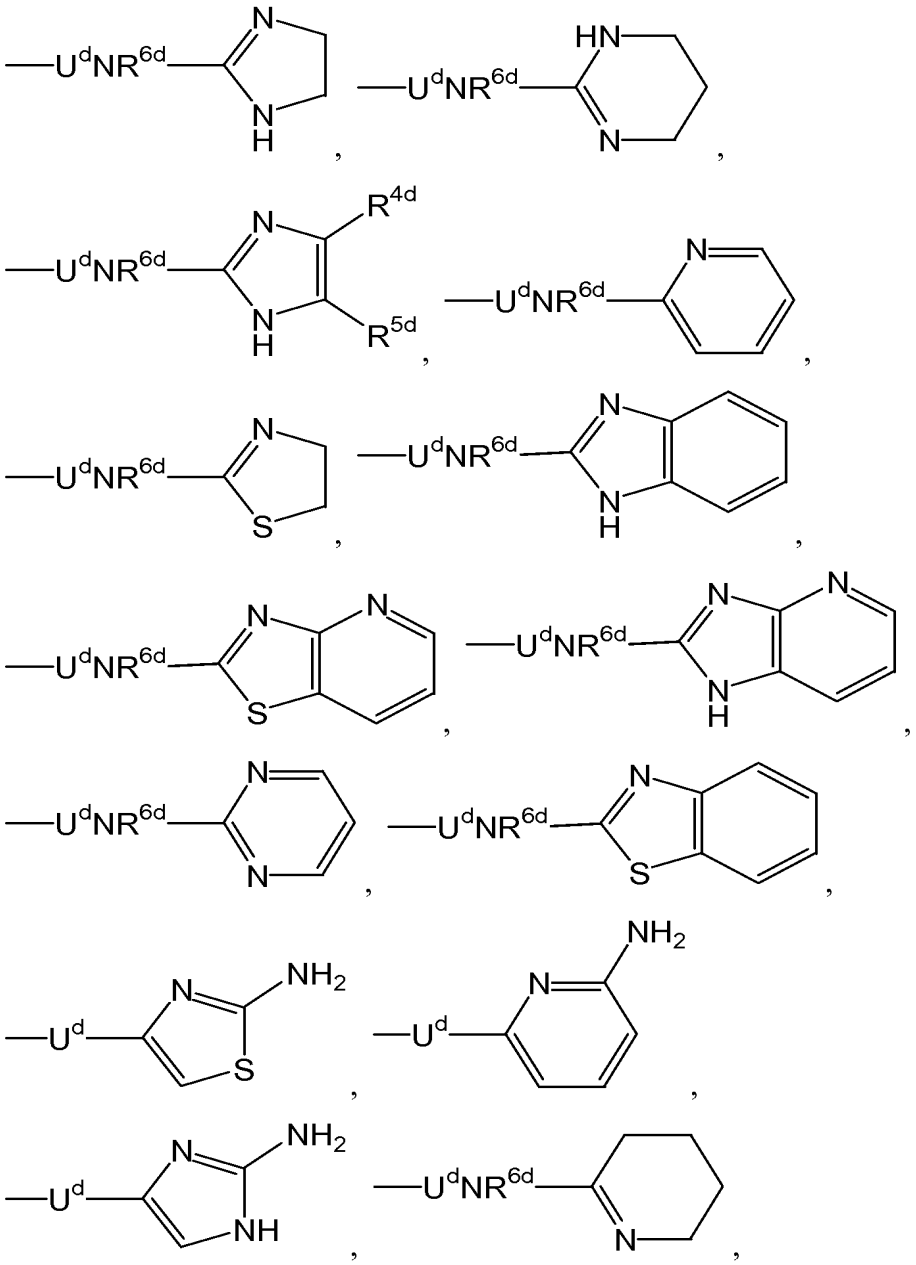
alternatively, R^{22}, R^{23} taken together form a fused aromatic or a 5-10 membered heterocyclic ring system containing 1-4 heteroatoms independently selected from the group consisting of N, S, and O;

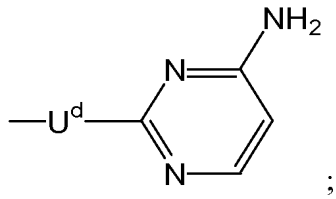
R^{24} is independently selected at each occurrence from the group consisting of $-CO_2R^{25}$, $-C(=O)N(R^{25})_2$, $-CH_2OR^{25}$, $-OC(=O)R^{25}$, $-OR^{25}$, $-SO_3H$, $-N(R^{25})_2$, and $-OCH_2CO_2H$; and,

R^{25} is independently selected at each occurrence from the group the group consisting of H and C_1-C_3 alkyl.

60. (New) A compound according to Claim 59, wherein:

R^{1de} is:





or ;

wherein the above heterocycles are optionally substituted with 0-2 substituents selected from the group consisting of NH_2, halogen, NO_2, CN, CF_3, C_1-C_4 alkoxy, C_1-C_6 alkyl, and C_3-C_7 cycloalkyl;

U^d is $-(CH_2)_n-$, $-(CH_2)_t{}^dQ^d(CH_2)_m{}^d-$ or $-C(=O)(CH_2)_n{}^d-1-$, wherein one of the methylene groups is optionally substituted with R^{7d};

R^{7d} is C_1-C_6 alkyl, C_3-C_7 cycloalkyl, C_4-C_{11} cycloalkylalkyl, aryl, aryl(C_1-C_6 alkyl), heteroaryl, or heteroaryl(C_1-C_6 alkyl);

R^{10d} is H, R^{1de}, C_1-C_4 alkoxy substituted with 0-1 R^{21d}, halogen, CO_2R^{17d}, $CONR^{17d}R^{20d}$, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

R^{10de} is H, C_1-C_4 alkoxy substituted with 0-1 R^{21d}, halogen, CO_2R^{17d}, $CONR^{17d}R^{20d}$, C_1-C_6 alkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_3-C_7 cycloalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, C_4-C_{11} cycloalkylalkyl substituted with 0-1 R^{15d} or 0-1 R^{21d}, or aryl(C_1-C_6 alkyl)- substituted with 0-1 R^{15d} or 0-2 R^{11d} or 0-1 R^{21d};

W^d is -C(=O)-N(R^{13d})-;

X^d is -CH(R^{14d})-CH(R^{15d})-;

R^{13d} is H or CH_3;

R^{14d} is:

H, C_1-C_{10} alkyl, aryl, or heteroaryl, wherein said aryl or heteroaryl groups are optionally substituted with 0-3 substituents selected from the group consisting of C_1-C_4 alkyl, C_1-C_4 alkoxy, aryl, halo, cyano, amino, CF_3, and NO_2;

R^{15d} is H or R^{16d};

Y^d is -COR^{19d};

R^{19d} is:

hydroxy, C_1-C_{10} alkoxy,
methylcarbonyloxymethoxy-,
ethylcarbonyloxymethoxy-,
t-butylcarbonyloxymethoxy-,
cyclohexylcarbonyloxymethoxy-,
1-(methylcarbonyloxy)ethoxy-,
1-(ethylcarbonyloxy)ethoxy-,
1-(t-butylcarbonyloxy)ethoxy-,
1-(cyclohexylcarbonyloxy)ethoxy-,
i-propyloxycarbonyloxymethoxy-,
t-butyloxycarbonyloxymethoxy-,

1-(i-propyloxycarbonyloxy)ethoxy-,

1-(cyclohexyloxycarbonyloxy)ethoxy-,

1-(*t*-butyloxycarbonyloxy)ethoxy-,

dimethylaminoethoxy-,

diethylaminoethoxy-,

(5-methyl-1,3-dioxacyclopenten-2-on-4-yl)methoxy-,

(5-(*t*-butyl)-1,3-dioxacyclopenten-2-on-4-yl)methoxy-,

(1,3-dioxa-5-phenyl-cyclopenten-2-on-4-yl)methoxy-, or

1-(2-(2-methoxypropyl)carbonyloxy)ethoxy-;

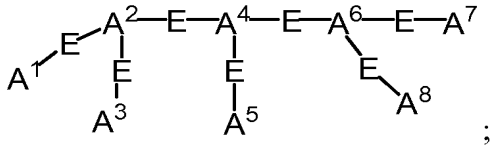
R^{20d} is H or CH_3;

m^d is 0 or 1;

n^d is 1-4;

t^d is 0 or 1;

C_h is



;

A^1 is OH, or a bond to L_n;

A^2, A^4, and A^6 are each N;

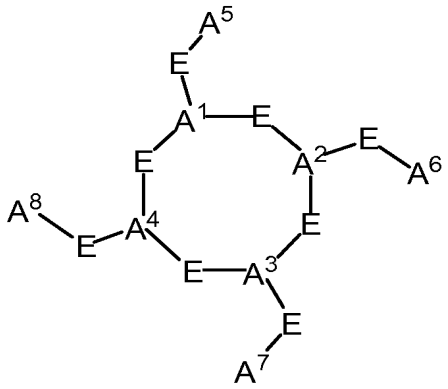
A^3, A^5, and A^8 are each OH;

A^7 is a bond to L_n or NH-bond to L_n;

E is a C_2 alkyl substituted with 0-1 R^{17};

R^{17} is =O;

alternatively, C_h is



;

A^1 is OH or a bond to L_n;

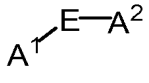
A^2, A^3 and A^4 are each N;

A^5, A^6 and A^8 are each OH;

A^7 is a bond to L_n;

E is a C_2 alkyl substituted with 0-1 R^{17};

R^{17} is =O;

alternatively, C_h is  ;

A^1 is NH_2 or $N=C(R^{20})(R^{21})$;

E is a bond;

A^2 is NHR^{13};

R^{13} is a heterocycle substituted with R^{17}, the heterocycle being selected from pyridine and pyrimidine;

R^{17} is a bond to L_n, $C(=O)NHR^{18}$ or $C(=O)R^{18}$;

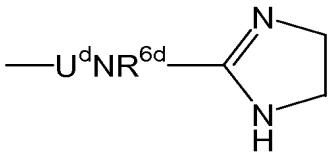
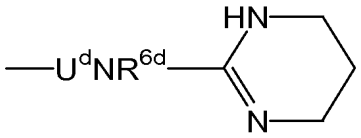
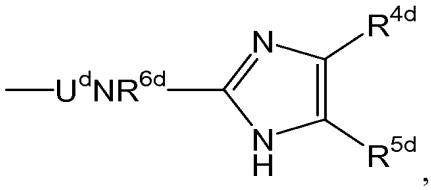
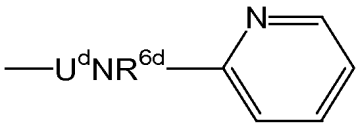
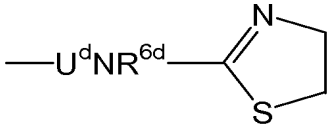
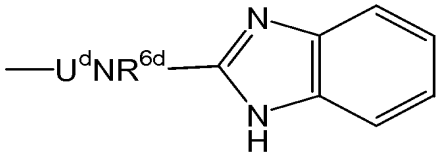
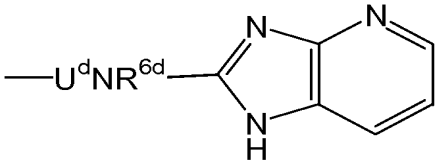
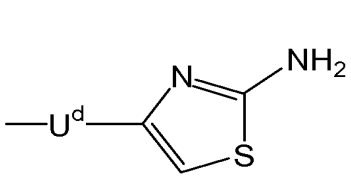
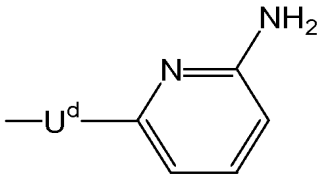
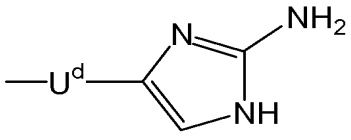
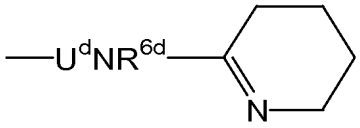
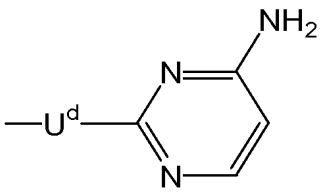
R^{18} is a bond to L_n;

R^{24} is $-CO_2R^{25}$, $-OR^{25}$, $-SO_3H$, or $-N(R^{25})_2$; and,

R^{25} is independently selected at each occurrence from the group consisting of hydrogen and methyl.

61. (New) A compound according to Claim 60, wherein:

R^{1de} is


,

,

,

,

,

,

,

,

,

,

,

or ;

wherein the above heterocycles are optionally substituted with 0-2 substituents selected from the group consisting of NH_2, halogen, NO_2, CN, CF_3, C_1-C_4 alkoxy, C_1-C_6 alkyl, and C_3-C_7 cycloalkyl.

62. (New) A compound according to Claim 59, wherein the compound is:

2-(((4-(4-(((3-(2-(2-(3-((6-((1-aza-2-(2-sulfophenyl)vinyl)amino)(3-pyridyl))carbonylamino)propoxy)ethoxy)ethoxy)propyl)amino)sulfonyl)-phenyl)phenyl)sulfonyl)amino)-3-((1-(3-(imidazole-2-ylamino)propyl)(1H-indazol-5-yl))carbonylamino)propanoic acid;

2-(2-aza-2-((5-(N-(1,3-bis(3-(2-(2-(3-(((4-(4-(((1-carboxy-2-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonylamino)ethyl)amino)sulfonyl)-phenyl)phenyl)sulfonyl)amino)propoxy)ethoxy)ethoxy)propyl)carbamoyl)propyl)-carbamoyl)(2-pyridyl))amino)vinyl)benzenesulfonic acid;

2-((6-((1-aza-2-(sulfophenyl)vinyl)amino)(3-pyridyl))carbonylamino)-4-(N-(3-(2-(2-(3-(((4-(4-(((1-carboxy-2-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))-carbonylamino)ethyl)amino)sulfonyl)phenyl)phenyl)sulfonyl)amino)propoxy)-ethoxy)ethoxy)propyl)carbamoyl)butanoic acid;

3-((1-(3-(imidazole-2-ylamino)propyl)(1H-indazol-5-yl))carbonylamino)-2-(((4-(4-(((3-(2-(2-(3-(2-(1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl)-acetylamino)propoxy)ethoxy)ethoxy)propyl)amino)sulfonyl)-phenyl)phenyl)sulfonyl)amino)propanoic acid;

2-(6-((6-((1-aza-2-(2-sulfophenyl)vinyl)-amino)(3-pyridyl))carbonylamino)hexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonylamino)-propanoic acid;

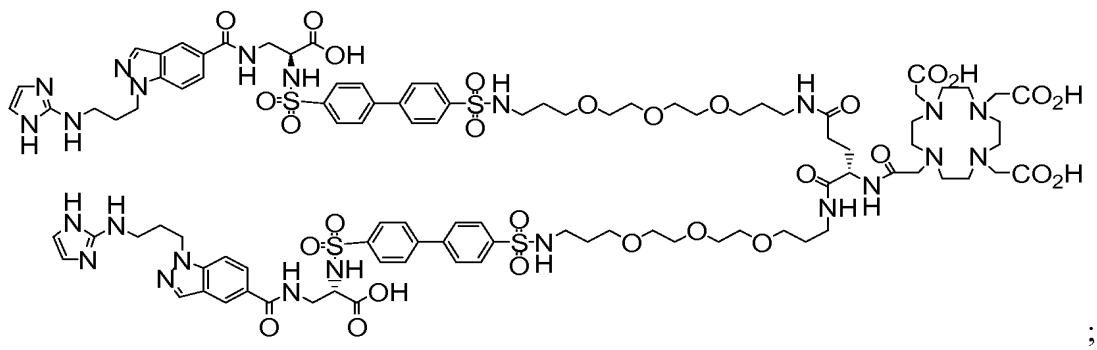
2-((6-((1-aza-2-(2-sulfophenyl)vinyl)-amino)(3-pyridyl))carbonylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonylamino)propanoic acid;

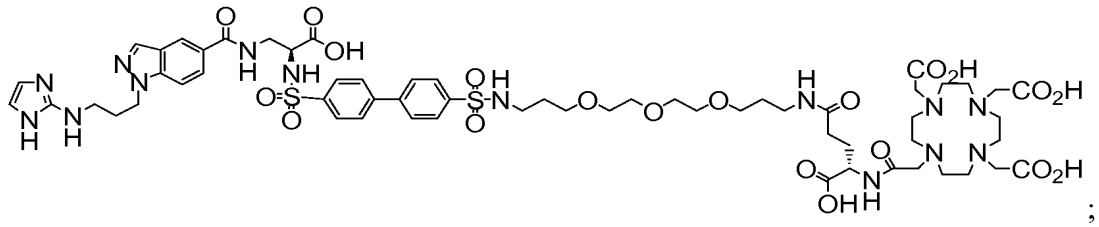
[2-[[[5-[carbonyl]-2-pyridinyl]hydrazono]methyl]-benzenesulfonic acid]-Glu(2-(6-aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid)(2-(6-aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid);

[2-[[[5-[carbonyl]-2-pyridinyl]hydrazono]methyl]-benzenesulfonic acid]-Glu-bis-[Glu(2-(6-Aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid)(2-(6-aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid)];

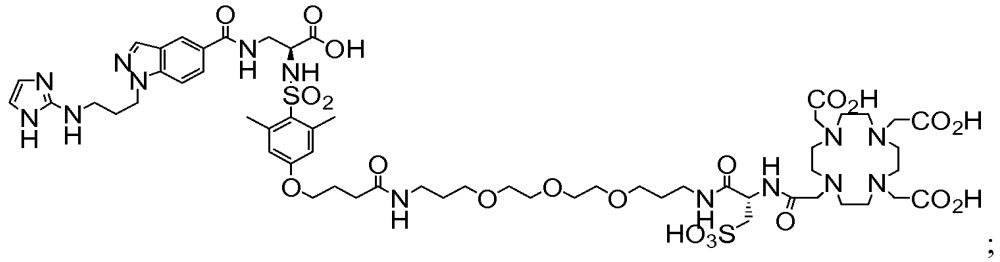
2-(1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)-1-cyclododecyl)acetyl-{2-(6-aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid};

2-(1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)-1-cyclododecyl)acetyl-Glu{2-(6-Aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid}{2-(6-Aminohexanoylamino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonyl-amino)propanoic acid};

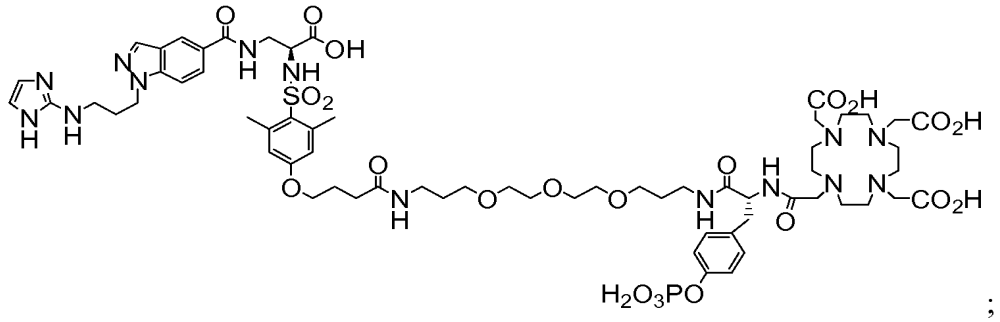




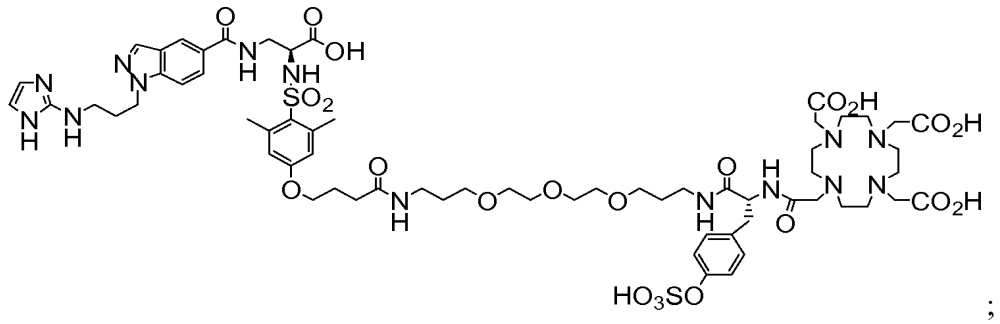
;



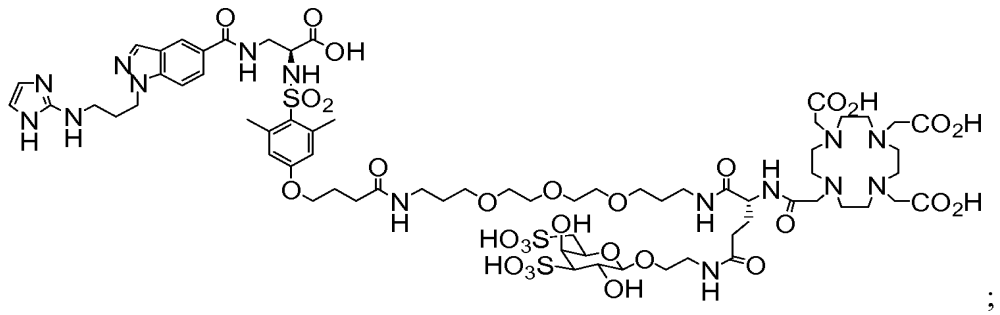
;



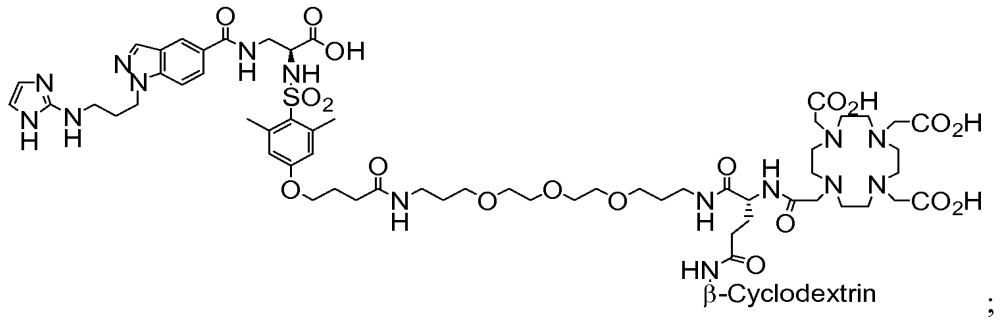
;



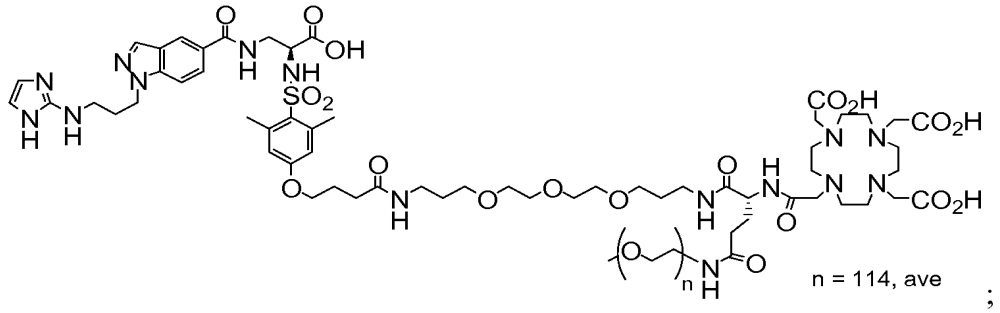
;



;

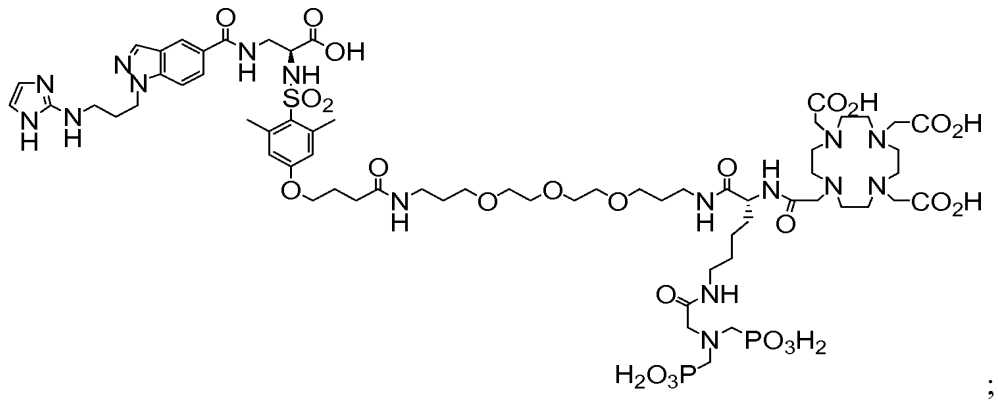


;

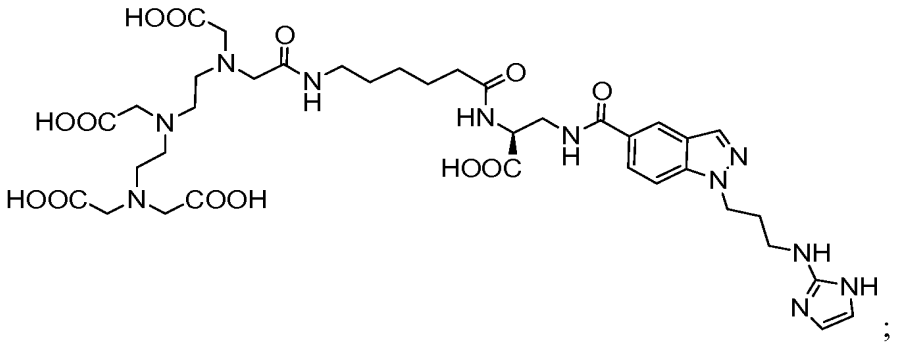


;

2-(((4-(3-(N-(3-(2-(2-(3-(2-(1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecylacetylamino)-6-aminohexanoylamino)propoxy)ethoxy)ethoxy)propyl)carbamoyl)propoxy)-2,6-dimethylphenyl)sulfonyl)amino)-3-((1-(3-(imidazol-2-ylamino)propyl)(1H-indazol-5-yl))carbonylamino)propionic acid salt;

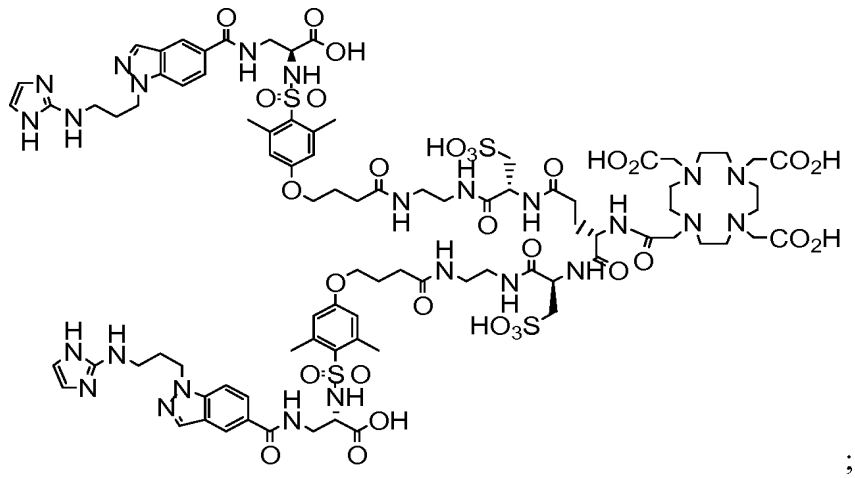


;



;

2-({[4-(3-{N-[2-((2R)-3-Sulfo-2-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]acetylamino}propyl)ethyl]carbamoyl}propoxy)-2,6-dimethylphenyl]sulfonyl}amino)(2S)-3-({1-[3-(imidazol-2-ylamino)propyl](1H-indazol-5-yl)}carbonylamino)propanoic Acid;



;

2-[({4-[4-({[2-((2R)-3-Sulfo-2-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]-acetylamino}propyl)ethyl]amino}sulfonyl)phenyl]phenyl}sulfonyl)amino](2S)-3-({1-[3-(imidazol-2-ylamino)propyl](1H-indazol-5-yl)}carbonylamino)propanoic Acid;

(4S)-4-(N-{1-[N-(2-{4-[4-({[(1S)-1-carboxy-2-({1-[3-(2-pyridylamino)propyl](1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl)-3,5-dimethylphenoxy]butanoylamino}ethyl)carbamoyl]-3-carboxypropyl}carbamoyl)-4-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]acetylamino}butanoic acid;

(4S)-4-(N-{1-[N-(2-{4-[4-({[(1S)-1-carboxy-2-({1-[3-(imidazol-2-ylamino)propyl](1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl)-3,5-dimethylphenoxy]butanoylamino}ethyl)carbamoyl]-3-carboxypropyl}carbamoyl)-4-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]acetylamino}butanoic acid;

(4S)-4-{N-[(1S)-1-(N-{1,3-bis[N-(2-{4-[4-({[(1S)-1-carboxy-2-({1-[3-(imidazol-2-ylamino)propyl](1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl)-3,5-

dimethylphenoxy]butanoylamino}ethyl)carbamoyl]propyl}carbamoyl)-3-carboxypropyl]carbamoyl}-4-(6-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]acetylamino} hexanoylamino)butanoic acid;

(4S)-4-(N-{1-[N-(2-{4-[4-({[(1S)-1-carboxy-2-({1-[3-(3,4,5,6-tetrahydropyrimidin-2-ylamino)propyl](1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl)-3,5-dimethylphenoxy]butanoylamino}ethyl)carbamoyl]-3-carboxy propyl}carbamoyl)-4-{2-[1,4,7,10-tetraaza-4,7,10-tris (carboxymethyl)cyclododecyl]acetylamino}butanoic acid;

(4S)-4-(N-{1-[N-(2-{4-[4-({[(1S)-1-carboxy-2-({1-methyl-3-[3-(2-3,4,5,6-tetrahydropyridylamino)propyl] (1H-indazol-6-yl)}carbonylamino)ethyl]amino}sulfonyl)-3,5-dimethylphenoxy]butanoylamino}ethyl)carbamoyl]-3-carboxypropyl}carbamoyl)-4-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]acetylamino}butanoic acid;

(4S)-4-(N-{(1S)-1-[N-(2-{4-[4-({[(1S)-1-carboxy-2-({1-[2-(2-3,4,5,6-tetrahydropyridylamino)ethyl] (1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl)-3,5-dimethylphenoxy]butanoylamino}ethyl)carbamoyl]-3-carboxy propyl}carbamoyl)-4-{2-[1,4,7,10-tetraaza-4,7,10-tris (carboxymethyl)cyclododecyl]acetylamino}butanoic acid;

(2S)-2-{[(2,6-dimethyl-4-{3-[N-(2-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]acetyl-amino}ethyl)carbamoyl]propoxy}phenyl)sulfonyl]amino}-3-({2-[2-(2-3,4,5,6-tetrahydropyridylamino)ethyl](2-hydro-1H-indazol-5-yl)}carbonylamino)propanoic acid;

(4S)-4-{N-[(1S)-1-(N-{2-[({4-[4-({[(1S)-1-carboxy-2-({1-[2-(2-3,4,5,6-tetrahydropyridylamino)ethyl] (1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl)phenyl] phenyl}sulfonyl)amino]ethyl}carbamoyl)-3-carboxypropyl] carbamoyl}-4-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxy-methyl)cyclododecyl]acetylamino}butanoic acid;

(4S)-4-{N-[(1S)-1-(N-{2-[({4-[4-({[(1S)-1-carboxy-2-({1-[3-(3,4,5,6-tetrahydropyrimidin-2-ylamino) propyl](1H-indazol-5-yl)}carbonylamino)ethyl]amino}sulfonyl) phenyl]phenyl}sulfonyl)amino]ethyl}carbamoyl)-3-carboxy propyl]carbamoyl}-4-{2-[1,4,7,10-tetraaza-4,7,10-tris (carboxymethyl)cyclododecyl]acetylamino}butanoic acid;

(2S)-3-({3-[(imidazol-2-ylamino) methyl]-1-methyl(1H-indazol-6-yl)}carbonylamino)-2-({[4-(4-{[(2-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl) cyclododecyl]acetylamino}ethyl)amino]sulfonyl}phenyl)phenyl]sulfonyl}amino)propanoic acid;

3-[(7-{3-[(6-{[(1E)-1-aza-2-(2-sulfophenyl)vinyl]amino}(3-pyridyl))carbonylamino]propoxy}-1-[3-(imidazol-2-ylamino)propyl](1H-indazol-5-yl))-carbonylamino](2S)-2-{[(2,4,6-trimethylphenyl)sulfonyl]-amino}propanoic acid; or

3-{[1-[3-(imidazol-2-ylamino)propyl]-7-(3-{2-[1,4,7,10-tetraaza-4,7,10-tris(carboxymethyl)cyclododecyl]-acetylamino}propoxy)(1H-indazol-5-yl)]carbonylamino}-2-{[(2,4,6-trimethylphenyl)sulfonyl]amino}propanoic acid;

or a pharmaceutically acceptable salt form thereof.